

DONELAN, CLEARY, WOOD & MASER, P. C.

ATTORNEYS AND COUNSELORS AT LAW

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June 21, 1990

RECORDATION NO. 7860-B FILED 1425

JUN 21 1990 - 12 40 PM

INTERSTATE COMMERCE COMMISSION

JUN 21 12 37 PM '90  
RECEIVED UNIT

The Honorable Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

0-172A008

Dear Secretary McGee:

Enclosed for recordation, under the provisions of 49 U.S.C. § 11303(a) and the regulations thereunder, are an original and one counterpart of Instrument of Satisfaction and Release, dated as of April 1, 1990, by and among First Bank National Association (successor in interest to First National Bank of Minneapolis), as Agent (hereinafter "Agent"), United States Trust Company of New York, as Trustee (hereinafter "Trustee") under a Trust Agreement, dated as of February 1, 1975 with General Electric Capital Corporation (formerly known as General Electric Credit Corporation) and United Missouri Banc Leasing Corp., as owners, and Missouri Pacific Railroad Company, as Lessee ("Lessee"). This Instrument of Satisfaction and Release, a secondary document, relates to (1) Lease of Railroad Equipment between Lessee and Trustee, dated as of February 1, 1975, recorded under Recordation No. 7860 on March 13, 1975, and (2) Assignment of Lease and Agreement between Trustee and Agent, dated as of February 1, 1975, recorded under Recordation No. 7860-A on March 13, 1975.

It is my understanding that the recordation numbers to be assigned to this new document, as described in the proceeding paragraph, is: 7860-B.

The names and addresses of the parties to the enclosed Instrument of Satisfaction and Release are as follows:

TRUSTEE:

United States Trust Company of New York  
114 West 47th Street  
15th Floor  
New York, New York, 10036-1532

*For Maser*  
*[Signature]*

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LESSEE: Missouri Pacific Railroad Company  
1414 Dodge Street  
Omaha, Nebraska 68179

AGENT: First Bank National Association  
Attn: Corporate Trust Dept.  
120 South 6th Street  
Minneapolis, Minnesota 55480

A general description of the railroad equipment covered by the enclosed document is attached hereto as Schedule I.

Please return the original of the enclosed document to John K. Maser III, Esquire, Donelan, Cleary, Wood & Maser, P.C., Suite 850, 1275 K Street, N.W., Washington, D.C. 20005-4006 or to the bearer hereof.

Also enclosed is a remittance in the amount of \$15.00 for the required recording fee.

A short summary of the document to appear in the index follows:

SECONDARY DOCUMENT

Instrument of Satisfaction and Release, dated as of April 1, 1990, relating to (1) Lease of Railroad Equipment, dated as of February 1, 1975, recorded under Recordation No. 7860, between Missouri Pacific Railroad Company ("Lessee") and United States Trust Company of New York, as Trustee ("Trustee"), and (2) Assignment of Lease and Agreement, dated as of February 1, 1975, recorded under Recordation No. 7860-A, between Trustee and First Bank National Association, as Agent, relating to thirty eight (38) SD-40-2 3000 H.P. General Motors Diesel-Electric Locomotives bearing Lessee's identification marks "MP" and road numbers 3164 through 3201, both inclusive.

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Respectfully submitted,

By:

A handwritten signature in dark ink, appearing to read "John K. Maser III", written over a horizontal line.

JOHN K. MASER III  
Attorney-In-Fact

004/FS  
Enclosures  
286-6

Schedule I

Description of Railroad Equipment

<u>Type</u>	<u>Quantity</u>	<u>Lessee's Identifying Marks and Numbers</u>
SD-40-2 3000 H.P. General Motors Diesel- Electric Locomotives	38	MP 3164 through MP 3201 both inclusive

JUN 21 1990 12 42 PM

C.D. No. 41018-5

## INTERSTATE COMMERCE COMMISSION

INSTRUMENT OF SATISFACTION AND RELEASE dated as of April 1, 1990 by and among FIRST BANK NATIONAL ASSOCIATION (the successor in interest to First National Bank of Minneapolis), as Agent (the "Agent"), UNITED STATES TRUST COMPANY OF NEW YORK, as Trustee (the "Trustee") under a Trust Agreement dated as of February 1, 1975, with General Electric Capital Corporation (formerly known as General Electric Credit Corporation) and United Missouri Banc Leasing Corp., as Owners, and Missouri Pacific Railroad Company, as Lessee (the "Lessee").

## WITNESSETH:

WHEREAS, the Agent, the Trustee and the Lessee hereto entered into a Conditional Sale Agreement (the "Conditional Sale Agreement") dated as of February 1, 1975;

WHEREAS, the Conditional Sale Agreement was filed and recorded with the Interstate Commerce Commission on March 13, 1975, and assigned Recordation No. 7859;

WHEREAS, the Trustee and the Lessee entered into a Lease of Railroad Equipment (the "Lease") dated as of February 1, 1975, covering the equipment described in Schedule A thereto (the "Equipment");

WHEREAS, the Lease was filed and recorded with the Interstate Commerce Commission on March 13, 1975 and assigned Recordation No. 7860;

WHEREAS, the Trustee and the Agent entered into an Assignment of Lease and Agreement (the "Assignment") dated as of February 1, 1975;

WHEREAS, the Assignment was filed and recorded with the Interstate Commerce Commission on March 13, 1975, and assigned Recordation No. 7860-A;

WHEREAS, the parties hereto desire to execute this Instrument to evidence for public records the satisfaction and release of the rights and obligations of the parties under the Conditional Sale Agreement, the Lease and the Assignment.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, the parties hereto do hereby acknowledge the satisfaction and release of all the covenants, obligations, liens, and warranties of the Conditional Sale Agreement, the Lease and the Assignment, except for any covenants or obligations which by their express terms survive the termination and release of the Conditional Sale Agreement, the Lease, or the Assignment.

The Trustee will cause this Instrument to be filed and recorded with the Interstate Commerce Commission pursuant to 49 U.S.C. Section 11303, and will furnish a recorded counterpart thereof to the Agent.

This Instrument shall be executed in several counterparts, each of which so executed shall be deemed to be an original and such counterparts together shall constitute but one and the same instrument.

ATTEST:  
JULIAN MORAN  
CLERK

IN WITNESS WHEREOF, the Agent, the Trustee and the Lessee have caused this Instrument to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed and attested by their respective duly authorized officers as of the day and year first above written.

FIRST BANK NATIONAL ASSOCIATION,  
as Agent

ATTEST:

*W. D. Lee*  
Corporate Trust Officer

By: *J. J. [Signature]*  
Vice President

UNITED STATES TRUST COMPANY OF  
NEW YORK, as Trustee

ATTEST:

*W. C. Milewski*  
Assistant Secretary

By: *[Signature]*  
Assistant Vice President

MISSOURI PACIFIC RAILROAD COMPANY

ATTEST:

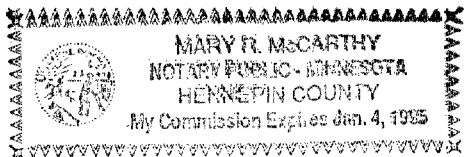
*C. W. Saylor*  
Assistant Secretary

By: *James V. D. [Signature]*  
Vice President

RECORDED  
INDEXED  
MAY 1910

STATE OF MINNESOTA )  
 ) SS.:  
COUNTY OF HENNEPIN )

On this 31st day of May, 1990, before me personally appeared Judith T. Curtis, to me personally known, who, being by me duly sworn, says that (s)he is a Vice President of First Bank National Association, that one of the seals affixed to the foregoing instrument is the corporate seal of said national association, that said instrument was signed and sealed on behalf of said national association by authority of its Board of Directors and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.



Mary R. McCarthy  
Notary Public

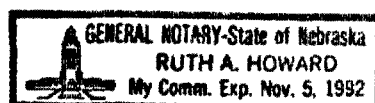
STATE OF NEW YORK )  
 ) SS.:  
COUNTY OF NEW YORK )

On this 15th day of June, 1990, before me personally appeared Louis P. Young, to me personally known, who, being by me duly sworn, says that (s)he is an Assistant Vice President of United States Trust Company of New York, that one of the seals affixed to the foregoing instrument is the corporate seal of said trust company, that said instrument was signed and sealed on behalf of said trust company by authority of its By-Laws, and (s)he acknowledges that the execution of the foregoing instrument was the free act and deed of said trust company.

Christine C. Collins  
Notary Public  
CHRISTINE C. COLLINS  
NOTARY PUBLIC, State of New York  
No. 03-4624735  
Qualified in Bronx County  
Commission Expires March 30, 1992

STATE OF NEBRASKA )  
 ) SS.:  
COUNTY OF DOUGLAS )

On this 31st day of May, 1990, before me personally appeared J.V. Dolan, to me personally known, who, being by me duly sworn, says that ~~he~~ is a Vice President of Missouri Pacific Railroad Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said company, that said instrument was signed and sealed on behalf of said company by authority of its Board of Directors and ~~he~~ acknowledges that the execution of the foregoing instrument was the free act and deed of said company.



Ruth A. Howard  
Notary Public

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